

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter 11 Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Arabella Exploration, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 45-2722855

4. Debtor's address Principal place of business

509 Pecan Street, Suite 200
Fort Worth, TX 76102-4070

Number, Street, City, State & ZIP Code

Tarrant
County

Mailing address, if different from principal place of business

P.O. Box 506
Fort Worth, TX 76101

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL)

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)
 Other. Specify: _____

Debtor Arabella Exploration, LLC
Name

Case number (if known) _____

7. Describe debtor's business A. *Check one:*

Health Care Business (as defined in 11 U.S.C. § 101(27A))
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
 Railroad (as defined in 11 U.S.C. § 101(44))
 Stockbroker (as defined in 11 U.S.C. § 101(53A))
 Commodity Broker (as defined in 11 U.S.C. § 101(6))
 Clearing Bank (as defined in 11 U.S.C. § 781(3))
 None of the above

B. *Check all that apply*

Tax-exempt entity (as described in 26 U.S.C. §501)
 Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
 Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

Chapter 7
 Chapter 9
 Chapter 11. *Check all that apply:*

Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
 The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
 A plan is being filed with this petition.
 Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
 The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
 The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years? No. Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____

District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list

Debtor Arabella Exploration, Inc. Relationship Sole member of LLCDistrict Northern District of Texas When 01/08/2017 Case number, if known 17-40119-mxm

Debtor

Arabella Exploration, LLC

Name

Case number (if known)

11. Why is the case filed in this district? *Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? No Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention? (Check all that apply.)** It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

 It needs to be physically secured or protected from the weather. It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options). Other _____**Where is the property?**

Number, Street, City, State & ZIP Code

Is the property insured? No Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds***Check one:* Funds will be available for distribution to unsecured creditors. After any administrative expenses are paid, no funds will be available to unsecured creditors.**14. Estimated number of creditors** 1-49 1,000-5,000 25,001-50,000 50-99 5001-10,000 50,001-100,000 100-199 10,001-25,000 More than 100,000 200-999**15. Estimated Assets** \$0 - \$50,000 \$1,000,001 - \$10 million \$500,000,001 - \$1 billion \$50,001 - \$100,000 \$10,000,001 - \$50 million \$1,000,000,001 - \$10 billion \$100,001 - \$500,000 \$50,000,001 - \$100 million \$10,000,000,001 - \$50 billion \$500,001 - \$1 million \$100,000,001 - \$500 million More than \$50 billion**16. Estimated Liabilities** \$0 - \$50,000 \$1,000,001 - \$10 million \$500,000,001 - \$1 billion \$50,001 - \$100,000 \$10,000,001 - \$50 million \$1,000,000,001 - \$10 billion \$100,001 - \$500,000 \$50,000,001 - \$100 million \$10,000,000,001 - \$50 billion \$500,001 - \$1 million \$100,000,001 - \$500 million More than \$50 billion

Debtor

Arabella Exploration, LLC

Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 01 / 08 / 2017

MM / DD / YYYY

X /s/ Charles (Chip) Hoebeke

Signature of authorized representative of debtor

Charles (Chip) Hoebeke

Printed name

Title Manager

18. Signature of attorney

X /s/ Raymond W. Battaglia

Signature of attorney for debtor

Date 01 / 08 / 2017

MM / DD / YYYY

Raymond W. Battaglia

Printed name

Law Offices of Ray Battaglia, PLLC

Firm name

66 Granburg Circle, San Antonio, TX 78218

Number, Street, City, State & ZIP Code

Contact phone (201) 601-9405

Email address rbattaglialaw@outlook.com

01918055

Bar number and State

Fill in this information to identify the case:

Debtor name Arabella Exploration, LLCUnited States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) _____

 Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration* _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 8, 2017x /s/ Charles (Chip) Hoebeke

Signature of individual signing on behalf of debtor

Charles (Chip) Hoebeke

Printed name

Manager

Position or relationship to debtor

United States Bankruptcy Court
Northern District of Texas

In re	<u>Arabella Exploration, LLC</u>	Debtor(s)	Case No.
			Chapter <u>11</u>

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Arabella Exploration, Inc. c/o The R&H Trust Co. Ltd., Windward 1, Regatta Office Park, P.O. Box 897 Grand Cayman KY1-1103 Cayman Islands			100%

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Manager** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date January 8, 2017 Signature /s/ Charles (Chip) Hoebeke
Charles (Chip) Hoebeke

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

United States Bankruptcy Court
Northern District of Texas

In re Arabella Exploration, LLC _____
Debtor(s) _____ Case No. _____
Chapter 11 _____

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Arabella Exploration, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Arabella Exploration, Inc.
c/o The R&H Trust Co. Ltd., Windward 1,
Regatta Office Park, P.O. Box 897
Grand Cayman KY1-1103
Cayman Islands

None [*Check if applicable*]

January 8, 2017

Date

/s/ Raymond W. Battaglia

Raymond W. Battaglia 01918055

Signature of Attorney or Litigant
Counsel for Arabella Exploration, LLC

Law Offices of Ray Battaglia, PLLC
66 Granburg Circle
San Antonio, TX 78218
(201) 601-9405
rbattaglialaw@outlook.com

United States Bankruptcy Court
Northern District of Texas

In re Arabella Exploration, LLC

Debtor(s)

Case No.

Chapter

11

DECLARATION FOR ELECTRONIC FILING OF
BANKRUPTCY PETITION AND MASTER MAILING LIST (MATRIX)

PART I: DECLARATION OF PETITIONER:

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition and in the lists of creditors to be filed electronically in this case and ***I hereby declare under penalty of perjury*** that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within 7 days after the petition and lists of creditors have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

- I hereby further declare under penalty of perjury that I have been authorized to file the petition and lists of creditors on behalf of the debtor in this case.

Date: January 8, 2017

/s/ Charles (Chip) Hoebke

Charles (Chip) Hoebke, Manager

PART II: DECLARATION OF ATTORNEY:

I declare ***under penalty of perjury*** that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

Date: January 8, 2017

/s/ Raymond W. Battaglia

Raymond W. Battaglia 01918055, Attorney for Debtor
 Law Offices of Ray Battaglia, PLLC
 66 Granburg Circle
 San Antonio, TX 78218
 (201) 601-9405
 rbattaglialaw@outlook.com

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

In Re:

Arabella Exploration, LLC

Debtor(s)

§
§
§
§
§
§
§
§

Case No.:

VERIFICATION OF MAILING LISTThe Debtor(s) certifies that the attached mailing list (*only one option may be selected per form*):

- is the first mail matrix in this case.
- adds entities not listed on previously filed mailing list(s).
- changes or corrects name(s) and address(es) on previously filed mailing list(s).
- deletes name(s) and address(es) on previously filed mailing list(s).

In accordance with N.D. TX L.B.R. 1007.2, the above named Debtor(s) hereby verifies that the attached list of creditors is true and correct.

Date: January 8, 2017

/s/ Charles (Chip) Hoebeke

Charles (Chip) Hoebeke/Manager
Signer/TitleDate: January 8, 2017

/s/ Raymond W. Battaglia

Signature of Attorney
Raymond W. Battaglia 01918055
Law Offices of Ray Battaglia, PLLC
66 Granburg Circle
San Antonio, TX 78218
(201) 601-9405**45-2722855**

Debtor's Social Security/Tax ID No.

Joint Debtor's Social Security/Tax ID No.

A.S.S.I.S.T.
2807 Monties
Arlington, TX 76015

Accounttemp
PO Box 743295
Los Angeles, CA 90074-3295

Action Shred of Texas
2835 Congressman Ln
Dallas, TX 75220

Ambit
PO Box 660462
Dallas, TX 75266-0642

American Arbitration Association
13727 Noel Road Ste 700
Dallas, TX 75240

Arabella Petroleum JIBS
509 Pecan St Ste 200
Fort Worth, TX 76102

Benefit Plans Administrator
6 Rhoads Drive Ste 7
Utica, NY 08322

Best Facility Services
305 NE Loop 820 Ste 106
Hurst, TX 76053

Blue Cross Blue Shield
PO Box 731428
Dallas, TX 75373-1428

Blue Jean Networks
4521 S Hulen St
Fort Worth, TX 76109

Brigham
5914 W Courtyard Dr
Austin, TX 78730

BZB Investments, Inc.
39 Mill Rd
New Canaan, CT 06840

Capital Real Estate
50 South Sixth St Ste 1480
Minneapolis, MN 55402

Charter
PO Box 790261
St Louis, MO 63179-0261

Codan Trust
PO Box 2681
Grand Cayman
Cayman Islands
KY1-1111

Comptroller of Public Accounts
PO Box 149348
Austin, TX 78714-9348

Continental Stock Transfer
17 Battery Place
New York, NY 10004

Crude State Tire and Lube
150 Raul Florez Blvd
Pecos, TX 79772

Dawson Parrish
309 West 7th St Ste 915
Fort Worth, TX 76102

DBTEX Management
509 Pecan St Ste 200
Fort Worth, TX 76102

Denitech
PO Box 844173
Dallas, TX 75284-4173

Dragon Blue, Incorporated
39 Mill Rd
New Canaan, CN 06840

Edgar Agents
105 White Oak Ln Ste 104
Old Bridge, NJ 08857

Embark Consulting
1717 McKinney Ave Ste 700
Dallas, TX 75202

Energen
3300 North "A" St Bldg 4 Ste 100
Midland, TX 79705

Equisolve
2455 E Sunrise Blvd Ste 1201
Fort Lauderdale, FL 33304

First Insurance
PO Box 66468
Chicago, IL 60666-0468

Foundation Energy
PO Box 650002
Dallas, TX 75265-0002

Founders Oil and Gas Operating, LLC
113 Corporate Dr
Midland, TX 79705

Founders Oil and Gas Operating, LLC
Gardere Wynne Sewell LLP
c/o Sean Wilson
1000 Louisiana Street, Ste. 2000
Houston, TX 77002

Geomap Company
1100 Geomap Ln
Plano, TX 75074-7135

Guardian
PO Box 824404
Philadelphia, PA 19182-4404

Ham Langston & Brezina
11550 Fuqua Ste 475
Houston, TX 77034

Internal Revenue Service
IRS
Cincinnati, OH 45999-0150

J Cleo Thompson
325 N St Paul Ste 4300
Dallas, TX 75201

Jason Hoisager
509 Pecan St Ste 200
Fort Worth, TX 76102

John P. Mobbs
7170 Westwind Dr Ste 2014
El Paso, TX 79912

Juris Fabrilis
901 Lake St
Fort Worth, TX 76102

Kelley Wohlfahrt
2404 Briaroaks Ct
Midland, TX 79707

Kelly Hart
201 Main Ste 2500
Fort Worth, TX 76102

LAN Solutions
PO Box 51188
MIDLAND, TX 79710-1188

Linda J. Welty, Trustee
c/o Michael V. Fitzpatrick
HARRIS, FINLEY & BOGLE, P.C.
777 Main Street, Suite 1800
Fort Worth, TX 76102

Linda J. Welty, Trustee
c/o Blair L. Park
HARRIS, FINLEY & BOGLE, P.C.
777 Main Street, Suite 1800
Fort Worth, TX 76102

LNB Asset Management
4006 82nd ST
Lubbock, TX 79423

Masterson Royalty Fund
500 W Texas Ave Ste 1450
Midland, TX 79701

McCabe
PO Box 11188
Midland, TX 79702

Mercury Insurance
PO Box 5600
Rancho Cucamonga, CA 91729-5600

Midland Municipal Court
406 E Illinois
Midland, TX 79701

Mike Berkin
637 Patridge Dr
Saginaw, TX 76131

Morris D. Weiss, Chapter 11 Trustee
Waller Lansden Dortch & Davis, LLP
100 Congress Avenue, Suite 1800
Austin, TX 78701

Municipal Services Bureau
PO Box 16777
Austin, TX 78761-6777

North Texas Tollway
PO Box 660244
Dallas, TX 75266-0244

Integrated
1320 Greenway Dr Ste 575
Irving, TX 75038

Oil and Gas Investor
1616 S Voss Rd Ste 1000
Houston, TX 77057-9967

Oilfield Software Solutions
523 N Sam Houston Pkwy E Ste 175
Houston, TX 77060

Piedra
PO Box 10485
Midland, TX 79702

Platinum
250 West 55th St 14th Floor
New York, NY 10019

Reeves County Clerk
100 E 4th St
Pecos, TX 79772

Richard Hauser
50 South Sixth St Ste 1480
Minneapolis, MN 55402

Security Preferred Title
600 N Marienfeld Ste 100
Midland, TX 79701

Shannon, Gracey, Ratliff & Miller
420 Commerce St Ste 500
Fort Worth, TX 76102

Sooner Pipe, L.L.C., c/o B. Blue Hyatt
LYNCH, CHAPPELL & ALSUP, P.C.
The Reliance Building, Suite 700
300 North Marienfeld
Midland, TX 79701

Spectrum Business
8413 Excelsior Dr
Madison, WI 53717-1970

Sterling Title
PO Box 2
Sterling City, TX 76951

SurfFrac
1000 Louisiana Street
Houston, TX 77002

Trans Texas
509 Pecan St Ste 200
Fort Worth, TX 76102

TxTag
PO Box 650749
Dallas, TX 75265-0749

Valley Ridge Minerals, LLC
509 Pecan St Ste 200
Fort Worth, TX 76102

Verizon
PO Box 660108
Dallas, TX 75266-0108

W.D. Von Gonten & Co
10496 Old Katy Rd Ste 200
Houston, TX 77043

Walker Law Firm
222 W Exchange Ave
Fort Worth, TX 76164

Wall Street Transcript
622 3rd Ave 34th Floor
New York, NY 10017

Weaver & Tidwell
2821 West 7th St Ste 700
Fort Worth, TX 76107

Western Abstract
321 S Oak
Pecos, TX 79772

Whitley Penn
1400 West 7th St Ste 400
Fort Worth, TX 76102

Wildhorse
509 Pecan St Ste 200
Fort Worth, TX 76102

Wright Lindsey & Jennings
200 West Capital Ave Ste 2200
Little Rock, AR 72201

Zeisler PLLC
750 Third Ave 9th Floor
New York, NY 10017